

DRAFT/December 2005

**APPLICATION PACKAGE
FOR LEASE OF LAND
NORTHERN ARIZONA INTERMODAL FACILITY
VOLUNTEER MOUNTAIN INDUSTRIAL PARK
AT CAMP NAVAJO, ARIZONA**

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SECTION 1.0 EXECUTIVE SUMMARY

1.1 AUTHORITY.

The Enhanced Used Leasing (“EUL”) process is provided under the authority of Title 10, United States Code, and Section 2667, as amended. This authority allows for military installations to outlease land and facilities to private or public entities. Specifically, installations can, among other things: 1) outgrant for other types of mission functions; 2) enter into long-term or short-term leases, providing greater flexibility for facility reuse; and 3) receive no less than fair market rental, in cash or in-kind, as consideration for the leased property.

1.2 NORTHERN ARIZONA INTERMODAL FACILITY, VOLUNTEER MOUNTAIN INDUSTRIAL PARK, CAMP NAVAJO, ARIZONA

Location.

Camp Navajo is operated by the Arizona National Guard as a National Guard training site and storage depot, and is located 12 miles west of Flagstaff and 17 miles east of Williams, Arizona in Bellemont, Arizona. The facility includes 28,347 acres of forest, rolling hills and steep hilly terrain.

The Camp Navajo infrastructure consists of workshops, surveillance facilities, 2.3 million square feet of explosive storage space, and both rail and truck loading facilities. The services Camp Navajo provides include the receipt, storage, maintenance, inventory, surveillance and shipping of a variety of commodities.

The 815 acre Northern Arizona Intermodal Facility – Volunteer Mountain Industrial Park is located on the northern edge of Camp Navajo, within Coconino County in northwest Arizona.

Exhibit A: Camp Navajo Location.



Access.

Adjacent to the Site and north of Camp Navajo is a double-track rail belonging to the Burlington-Northern Santa Fe (BNSF). This is part of the Strategic Rail Network that extends from Los Angeles to Chicago.

Just 10 miles east of Camp Navajo, on the south edge of Flagstaff, is the intersection of Interstate 17 and Interstate 40. Many of the Camp's customer's commodities are received via truck, via an overpass from Interstate 40.

Pulliam Airport, in Flagstaff, is capable of receiving aircraft up to the C-130 size.

Adjacencies.

The site considered for development is bordered by the Camp Navajo northern boundary to the north, adjacent to the BNSF main rail line and Interstate Highway 40; The Camp Navajo Administrative area and Training Facility to the east; Explosive and Ammunition storage areas to the south; and National Guard training and maneuver areas to the west.

History.

Camp Navajo was originally established in 1942 as Navajo Ordnance Depot. The original mission of the Navajo Ordnance Depot was the storage of ammunition in support of the Pacific Theater of operations during the Second World War.

In 1982, operational control of the mission was transferred to the Arizona National Guard. In the Base Realignment and Closure Act of 1988, the commission recommended eventual transfer of Camp Navajo to the Arizona National Guard and closure of the federal ammunition mission.

Current Status.

In 1993, the Department of Defense (DoD) discontinued the U.S. Army federal ammunition mission at Navajo Depot Activity and transferred the installation to the Arizona National Guard (AZNG).

The AZNG was given a license to operate the facility as a National Guard training site and use the idle depot storage capacity to generate revenues and support installation operations. Since then, the AZNG has operated Camp Navajo to provide depot-level logistical support to sustain and maintain the military readiness of various DoD agencies.

Through the United States Property and Fiscal Officer for Arizona, Camp Navajo has the ability to enter into Interservice Support Agreements with Federal agencies. Recent Arizona State Legislation has provided for greater latitude to enter into agreements with local governments and the civilian business sector. Current customers include the U.S. Navy, the U.S. Air Force, and NASA.

Tenant activities that call the installation home are the National Weather Service and the U. S. Forest Service fire tower on Volunteer Mountain. Military tenants include the 158th Service and Support Battalion Headquarters Company; the 1404th Transportation Company; the 362nd Explosive Ordnance Detachment; Field

Maintenance Shop-6; The Camp Navajo Brigade (Provisional), the Camp Navajo Headquarters Company; and a recruit holding company.

1.3 NORTHERN ARIZONA INTERMODAL FACILITY – VOLUNTEER MOUNTAIN INDUSTRIAL PARK SITE.

1.3.1 VISION. Camp Navajo is a munitions storage and training installation operated by the Arizona National Guard (AZNG). As a result of recent legislative changes, the Camp is now seeking civilian businesses that will complement its current customers and provide a service that is lacking in Northern Arizona.

1.3.2 SITE. The land considered for EUL is approximately 815 acres, bordered by I-40 on the north, tree growth to the west, the Arizona National Guard training grounds to the south, and Camp Navajo administrative facilities to the east. The terrain of the Site is generally flat and grassy, with few trees.

Exhibit B: Northern Arizona Intermodal Facility – Volunteer Mountain Industrial Park Proposed Project Site (outlined in red)=.



Source: Camp Navajo

1.3.3. EXISTING IMPROVEMENTS. A number of older warehouses and foundations exist near the center of the Site. These warehouses are occupied and used to support Camp Navajo's current industrial mission. The Site has existing road improvements, rail spurs, and utility lines. It is anticipated that infrastructure improvements would be made to the site to create an efficient and functional industrial park environment.

1.4 BUSINESS OPPORTUNITY.

The Department of the Army and the Arizona National Guard (Army/AZNG) seek to competitively select a private developer to lease a parcel of land and to develop facilities on this parcel likely to include, but not be limited to the following components:

- Intermodal distribution center;
- Bio-mass energy co-generation plant; and
- Industrial/manufacturing/distribution facilities.

Throughout this NOL, these uses will be generally referred to as “industrial facilities” and/or “industrial services”.

The successful private sector bidder (“Developer”) will operate and maintain the facilities and provide an in-kind consideration return to the Army/AZNG greater than or equal to the fair market value of the leased land. To this end, the Army/AZNG see these private sector opportunities as compatible with the Army/AZNG mission and as an extension of AZNG business objectives.

The Army/AZNG believes there is a sizeable opportunity in working with a private sector developer/ property to develop and operate the site for civilian industrial use. Specifically, the private sector has the opportunity to receive a market rate return from development activities, leasing of rentable square footage, and continuing property management of real estate assets while providing a service for the Army/AZNG.

1.5 PROJECT SUMMARY.

1.5.1 PROJECT DESCRIPTION. The proposed Northern Arizona Intermodal Facility – Volunteer Mountain Industrial Park EUL project would involve approximately 815 acres of developable land located at the Camp Navajo site, and would include multi-purpose industrial facilities and multiple tenants.

The Army/AZNG will select a developer based on an objective best value determination considering only the information submitted in response to this solicitation.

1.5.2 PROJECT GOAL. The Army/AZNG is seeking a prospective private sector developer and service provider (hereafter “Developer”) to develop and manage the parcel as possible intermodal, co-generation, and industrial/manufacturing/distribution facilities. Upon selection of a Developer, the Army/AZNG and the Developer will work together to develop a Business and Leasing Plan (hereafter “Plan”) for development and operation of the facility. The Developer selected will be expected to thoroughly, creatively, and professionally identify issues, analyze solutions, and determine entrepreneurial processes to ensure the successful implementation of the Plan.

The goals of the project are to:

- Provide industrial facilities and services in a manner that is compatible with the mission of AZNG;

- Allow the Army/AZNG to utilize in-kind consideration generated by the project to further enhance the quality of life for those working at and served by the installation; and
- Employ the best commercial practices to the benefit of both the Army/AZNG and Developer.

1.5.3 PROJECT CONCEPT. The Department of the Army proposes to lease to the Developer the above described land for a term in line with the proposed development, but in no event shall an individual ground lease exceed 50 years. In exchange for the value of the leased assets, the Developer will finance, plan, operate and manage the developed facilities for the term of the lease(s). In addition, the Developer will provide the Army/AZNG in-kind consideration that is greater than or equal to the fair market value of the leased asset.

1.5.4 BUSINESS AND LEASE PLAN. The Plan will provide details regarding the financing strategies, lease terms and conditions, development scope, use restrictions, property and asset management procedures, industrial facilities' service agreements, terms and conditions for in-kind consideration, and other matters agreed upon by the Developer and the Army/AZNG. Upon completion of the Plan and final approval by the Army/ AZNG, a lease and other transfer documents will be negotiated with the Developer to implement the Plan, or portions thereof. The decision to implement the Plan will be made by the Army at its discretion. If potential development opportunities are identified during the planning process that cannot be accommodated under the leasing authority, the Developer and the Army/AZNG will, if feasible, discuss implementation through alternative authorities.

In no event will the Army/AZNG be responsible for the payment of any fees or have any liability to the Developer for the Plan or work product generated in developing the Plan should the plan not be acceptable.

It should be noted, the Army and the AZNG have set the following objectives for this project:

- Develop world-class industrial facilities;
- Maintain positive relations with the communities surrounding the property;
- Successfully integrate development activities with cultural resources and environmental policy management requirements compatible with the mission of the AZNG;
- Employ the best commercial practices to the benefit of both the Army/AZNG and the Developer; and
- Find uses for the Army/AZNG assets that are compatible with the requirements and mission of the Army/AZNG.

The Army/AZNG believes that these goals, concepts and objectives can best be achieved by working with the Developer to develop the Plan for the Camp Navajo site.

1.5.5 DEVELOPMENT PROCESS. Upon selection of the Developer, the Army/AZNG and the Developer will work cooperatively to develop a Plan, which

will be implemented through a lease or leases for selected real estate assets at Camp Navajo. The Developer will be responsible for drafting the Plan. This Plan will be reviewed by the Army/AZNG and its advisors. It should be noted that the Army has final approval of the Plan. In addition, the Plan may be subject to review by local government stakeholders.

1.5.6 ARMY/AZNG PARTICIPATION. The Army/AZNG anticipates that it will participate in the project in the following ways:

- The Army/AZNG has made parcels of land available for lease. The Developer and the Army/AZNG will cooperatively create a Business and Leasing Plan and jointly determine potential uses for the sites.
- The Army/AZNG will receive in-kind consideration from the Developer in an amount that is greater than or equal to the fair market value of the leased assets. The form, amount, and timing of the in-kind consideration will be defined in the Business and Lease Plan.

1.6 EVALUATION CRITERIA.

Applications from Offerors will be evaluated on the basis of the following criteria. A complete explanation of the criteria can be found at Section 3.9. The Army/AZNG will select a Developer based on an objective “best value” determination and will consider only the information that is submitted in response to this solicitation.

1.6.1 EXECUTIVE SUMMARY. Describes and provides documentation of the Offeror’s legal organizational structure, key personnel, insurance coverage, and past history. This section is meant to familiarize the Army with the Offeror’s organization, not to summarize the remaining sections of the proposal. This section will be reviewed but not scored.

1.6.2 RELEVANT EXPERIENCE INCLUDING PAST AND PRESENT PERFORMANCE. Considers the extent of the Offeror’s corporate and key personnel experience in successfully planning for, developing, and managing large industrial facilities, especially under a lease arrangement. The evaluation team may consider information about other projects performed by the Offeror, identified through any and all means, including but not limited to customer surveys and comments from Government agencies.

1.6.3 FINANCIAL. Considers the extent of the Offeror’s experience in financing the development of large industrial facilities, especially under a leasing arrangement. Additionally, the Offeror’s proposed financial strategy and financial capability will be considered.

1.6.4 DEVELOPMENT PLAN. Considers the methodology and plan for the design and construction of the project.

1.6.5 PROVISION OF INDUSTRIAL FACILITIES AND SERVICES. Considers the methodology for the provision of the services that may be required for prospective tenants.

1.6.6 MARKETING PLAN. Considers the approach to identifying potential

users of the industrial facilities, and prospective fees charged to the users of the facilities.

1.6.7 FACILITY MAINTENANCE/MANAGEMENT. Considers the ability and experience in properly managing and maintaining similar projects over an extended period of time. This feature is critical to the development's long-term viability.

1.6.8 CAPABILITY/QUALIFICATIONS. Considers the extent of the Offeror's corporate and key personnel capability and qualification to provide the services required for planning and implementation of the project as well as the Offeror's approach to the project.

1.6.9 ACHIEVEMENT OF ARMY/AZNG GOALS, CONCEPTS AND OBJECTIVES. Considers the extent to which the Offeror's approach indicates an understanding of the Army's goals, concepts and objectives, as described in Section 1.5 of this NOL, and a realistic approach to accomplishing them.

1.6.10 EXPERIENCE IN COMMUNITY RELATIONS. Considers the extent of the Offeror's experience in dealing with community relations in successfully completing major developments.

SECTION 2.0: ENHANCED USE LEASING DESCRIPTION AND PERFORMANCE REQUIREMENTS

2.1 SUMMARY OF LEASING PROCESS.

Following selection of a Developer, the Army/AZNG and the Developer will work together to produce a Business and Leasing Plan (Plan) for Camp Navajo. The Army/AZNG will issue a conditional Notice of Lease award to the Developer. In developing the Plan, the Army/AZNG and the Developer will consult stakeholders within the community, as appropriate. Proposed uses for the leased land will be determined during the Plan development. The Army will work with the Developer in preparing a lease and other documents required to implement the Plan.

An initial sample outline for contents of the Plan is as follows:

- A further description of the Army/AZNG's goals, concepts and objectives for the leasing arrangement and methods for meeting them;
- Sources of capital, including debt and equity;
- Overall leasing and development schedule;
- Detailed leasing and development budget including operating pro forma and revenue pro forma;
- Roles and responsibilities of the Army, AZNG, and the Developer, including a description of any anticipated partnership or joint ventures by the Developer;
- Development plans and timelines, including drawings, floor plans, site plans, etc.;
- A tenant leasing plan setting forth appropriate guidelines to ensure that all third party tenant leases are for uses compatible with the Army/AZNG's military missions;
- Documents required to comply with the National Environment Policy Act (NEPA) and other applicable laws;
- Community relations plan;
- Detailed plan specifying the amount and timing for payment of in-kind consideration to Army/AZNG; and
- A detailed description of any opportunities identified during the planning process that cannot be accommodated by the current lease authority, and, if feasible, a plan for proceeding under an alternative authority.

The Developer will prepare draft portions of the Plan for review by the Army/AZNG and its advisors. The Army/AZNG will work with the Developer to arrange for review by relevant stakeholders, including various constituencies with an interest in the project, both inside and outside the government.

At the end of the planning stage, the Plan and supporting documents will be submitted to Headquarters, Department of the Army (HQDA) for approval. If approved, the Army will execute lease arrangements and proceed with the project.

In the unlikely event that the Army/AZNG and the Developer cannot agree on a Plan, implementing lease or other required documents, or if the Plan is not accepted by HQDA, the Army, at its option, may render this application process null and void, and direct the Developer to cease all work on the project. This can occur without giving

rise to any right or claim by the Developer. Should this occur, the Army maintains the right, at no cost, to make full use of the Plan and to proceed to negotiate and work with other developers on this or similar projects.

2.2 LEASE PAYMENT PROVISIONS.

The Developer will provide AZNG in-kind consideration not less than the fair market value of the leased land. Details regarding these payments will be provided in the Plan.

2.3 UTILITIES AND SUPPORT SPACE.

The Developer will be responsible for coordination of all utilities and support services used in the operation and management of the newly developed buildings and leased land.

2.4 PROVISION OF INTERMODAL INDUSTRIAL FACILITIES AND SERVICES.

The Developer and/or their partners will be responsible for the provision of intermodal, co-generation, and industrial services that may be required by prospective tenants.

2.5 PROPERTY MAINTENANCE/MANAGEMENT.

The ability to properly maintain and manage the proposed project is critical to the development's long-term viability. The Developer, as a part of the Plan, shall work with the Army to develop a property maintenance/management program that meets all project goals. The Developer will have responsibility for all property maintenance and management items throughout the life of the project.

2.6 ENVIRONMENTAL CONSIDERATIONS.

The Army/AZNG will produce and make available a Phase I environmental assessment report (Environmental Baseline Study) for the acreage included in the project.

2.7 DISPUTES.

Any dispute concerning a question of fact or procedure arising under this application, which is not disposed of by agreement, shall be decided by the Army, who shall mail or otherwise furnish a written copy of the decision to the Developer.

SECTION 3.0 APPLICATION SUBMISSIONS

3.1 PROVISIONS.

Offerors are required to comply with the following instructions while developing their proposal. Where instructions conflict and no order of precedence are specified, the most stringent requirement applies. A reference to, or direction to comply with, a particular paragraph shall include, as appropriate, all sub-paragraphs thereunder. Oral explanations or instructions given before the signing of the Lease will not be binding. Any written information concerning the application given to any prospective Developer will be furnished promptly to all other prospective Developers. If the information is necessary in submitting applications or if the lack of it would be prejudicial to any other prospective Developer, the information will be furnished as an amendment to the application. By submitting an application, the Offeror agrees to provide non-discrimination and Civil Rights assurances if applicable.

Additional provisions the Offeror should note include:

- The information provided by the Offeror may be used by the Army/AZNG to conduct a comprehensive background and credit check.
- The Offeror may provide the facilities and services to the Army/AZNG as agreed upon in the Plan and lease either directly or through subleases or concession agreements that have been reviewed and accepted by the Army/AZNG.
- The right is reserved, as the interest of the Army/AZNG may require, to reject at any time any and all applications, to select more than one Offeror, to waive any informality in applications received, and to accept or reject any items of any applications unless such application is qualified by specific limitation.
- The Offeror may joint venture with another developer. A joint venture (team arrangement) shall meet the following requirements:
 - All applications submitted by joint ventures must include a copy of the executed joint venture agreement.
 - Parties to the joint venture must sign the proposed Lease or Leases, as agreed to in the Plan. In the case of corporations that are joint venture entities, the corporation secretary must certify that the corporation is authorized to participate in the joint venture, by so certifying in the joint venture agreement and by submitting a separate certification to the Army/AZNG prior to Lease award. The joint venture must also provide a certificate, which identifies a single point of contact, i.e., a principal representative (by name) of the joint venture for purposes of resolution of lease matters and payment issues.
- Alvarez & Marsal Real Estate Advisory Services LLC (A&M REAS) is serving as an advisor (and have recused themselves from the competition) to the Army/AZNG on this project. All offerors must certify they are not using nor have they used A&M REAS to assist in the preparation of any proposal related to this project (conflict of interest certification is included in the NOL appendices).
- The Developer will be aware of, and agree to the payment of, a transaction fee as a requirement of executing the ground lease at the time of the lease signing. The transaction fee will be calculated based upon a percentage fee, typically 6

to 8 percent, of the market value of the land lease and will be negotiated during the completion of the Business and Lease Plan.

3.2 CANCELLATION OF AVAILABILITY BY THE GOVERNMENT.

The Government is sponsoring this leasing transaction solely for the purpose of achieving the goals established in the enabling legislation. While the Government intends to enter into a lease with the Developer, it is under no obligation to do so, and reserves the right to cancel this availability and reject all application submissions. The Government reserves the right to suspend or modify all aspects of this process and to waive informalities and minor irregularities in offers received where it is in the best interest of the Government to do so.

3.3 HOLD HARMLESS.

By participating in the application process, Offerors agree to hold the United States, its officers, employees, and advisors harmless from all claims, liabilities, and costs related to all aspects of this application. Under no circumstances shall the Government be liable for any real estate brokerage commissions, finder's fees, or other forms of compensation related in any way to activities undertaken by any person as a result of the submission of the NOL proposal.

3.4 AMENDMENTS TO APPLICATION PACKAGE.

This application package may be amended by formal amendment document, letter, or facsimile. If this application is amended, then all terms and conditions, which are not modified, remain unchanged. Offerors shall acknowledge receipt of any amendments to this application by the date and time specified in the amendment(s). Acknowledgment shall be made by signing and returning the amendment(s), or sending a letter or telegraphic acknowledgment.

3.5 INDUSTRY FORUM NOTICE TO APPLICANTS.

An Industry Forum will be held on January 31, 2006 to discuss the approach to this transaction. The conference will be held at the Radisson Hotel Conference Center located in Flagstaff, Arizona. Information (e.g., attendee list, presentations, questions & answers) regarding this industry conference will be available on the following website: <http://eul.army.mil/navajo.html> within five business days of the conclusion of the Industry Forum.

3.6 NOTICE OF ORAL PRESENTATIONS.

Potential Offerors should note that they may be required to present their proposals orally to the Army/AZNG and its advisors. The time and date for this presentation will be scheduled individually with the Offeror after written proposals have been submitted and evaluated. If any oral presentation is required, it should be limited to 60 minutes. During an Offeror's oral presentation, the Offeror should be prepared to provide information concerning any aspect of the written proposal submitted. At the conclusion of the oral presentation, the Offeror should plan to be available for approximately 30-45 additional minutes to respond to questions.

The Offeror may choose whatever media for making its team's oral presentation. The Army/AZNG will provide an overhead projector, LCD data projector, and laptop with CD-ROM compatibles. If an Offeror decides to use media other than what is provided, the Offeror must provide and set up the equipment him or herself. The Offeror should bring ten (10) complete sets of all overheads and any other handouts to the Offeror's oral presentation.

3.7 SUBMISSION OF APPLICATIONS.

Offeror applications are due at 12:00 pm (EST) on the date specified on the project website <http://eul.army.mil/navajo.html>. The information below must appear in the lower left corner of the submission envelope:

Sealed Application for Lease of Real Property

Date: [xxx]

Project Name: Northern Arizona Intermodal Industrial Facility EUL Project

Offeror applications and modifications shall be submitted in sealed envelopes or packages addressed to the following:

U.S. Army Corps of Engineers (USACE)
Baltimore District
ATTN: Rod Chavez, Real Estate Division

If hand delivered, to office location:
10 South Howard Street, Room 7620
Baltimore, MD 21201

If mailed, to mailing address:
P.O. Box 1715, CENAB-RE
Baltimore, MD 21203-1715

In addition, the sealed envelopes or packages should be labeled with the Offeror's name, address, contact person and time specified for receipt. Electronic, telegraphic, or facsimile offers and modifications will not be considered without express written authorization of the Army/AZNG.

Any applications received after the submission due date/time specified on the project website will be rejected.

3.8 SUBMITTAL ORGANIZATION.

Each Offeror's proposal shall consist of nine (9) original documents and five (5) copies with the sections listed in the below table clearly labeled. These sections constitute the factors that will be evaluated. Section 1 – Executive Summary will not be evaluated. All other sections (Section II – Section X) will be evaluated and are of equal evaluation importance.

Application Submittal			
I	Executive Summary	9 originals, 5 copies and one electronic copy ² to USACE	5 pages
II	Relevant Experience/ Past and Present Performance	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
III	Financial	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
IV	Development Plan	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
V	Plan for Provision of Industrial Facilities and Services that may be Required by Prospective Tenants	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
VI	Marketing Plan	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
VII	Property Maintenance/Management	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
VIII	Capability/Qualifications	9 originals, 5 copies and one electronic copy ² to USACE	10 pages
IX	Achievement of Army/AZNG Goals, Objectives, and Concepts.	9 originals, 5 copies and one electronic copy ² to USACE	5 pages
X	Experience in Community Relations.	9 originals, 5 copies and one electronic copy ² to USACE	5 pages
	TOTAL		85 pages
Section	Description of Factor	Number of Submittals	Page¹ Limit

NOTES:

1. Any pages exceeding the limits set above will be destroyed and not evaluated. Supporting data such as mandatory forms, resumes, financial statements, *pro formas*, cost estimates, engineering calculations, photos, drawings and catalog cuts do not count against the page limits indicated above.
2. All sections should be submitted on the same disk/CD ROM.
3. All sections of the Application will be provided in a ten (10) font size or greater.

Applicants should mark as proprietary all information that is proprietary and not releasable to the public.

3.9 REQUIRED FACTOR SUBMISSION INFORMATION.

Each section in the Offeror's submission must include a description of Offeror's approach to the following factors. These factors comprise the minimum compliance with the Army/AZNG goals and must be submitted in order for applications to be considered complete. It is the desire of the Army/AZNG that applicants attempt to exceed these minimum requirements where possible. The Army reserves the right to evaluate and recommend applicants based upon an overall best value determination.

3.9.1 SECTION I – EXECUTIVE SUMMARY.

- The name, address, telephone, e-mail, and fax numbers of each principal, partner, and/or co-venturer participating on the Offeror's team and the name of the representative authorized to act on behalf of the team.
- Identification of any affiliation or other relationship between any of the members of the team responding to this application and any development company, parent company, or subsidiary.
- A description of the Offeror's status (i.e., a corporation, a nonprofit or charitable institution, a partnership, a limited liability company, a business association, or a joint venture) indicating jurisdiction under whose law the Offeror's firm is organized and operating, and a brief history of the Offeror's business structure and its principals.
 - If the Offeror is a corporation, provide the following: 1) Articles of Incorporation and by-laws; 2) Names, addresses, dates of birth, and Social Security numbers of officers and participating principals; 3) Corporate resolution authorizing the proposed transaction; and 4) Summary of Corporate Activity.
 - If the Offeror is a partnership/joint venture, provide the following: 1) partnership/joint venture agreement; 2) Names, addresses, dates of birth, and Social Security numbers of the partners and 3) each principal member's appropriate history and background, assigned areas of responsibility, and any legally enforceable agreements or other mechanisms that will be relied on to ensure the firm's successful long-term operation.
 - If the Offeror is a sole proprietorship, provide Social Security number, date of birth, and current address.
- Date and location of establishment and the date of incorporation under the present name.
- Explanation of types of services the Offeror provides and how they relate to this application.
- Whether the Offeror (or one of the proposed team members) has ever been terminated for default, non-compliance, or non-performance on a contract or Lease. Provide a detailed description; and whether the Offeror (or team member) has been, within the past five (5) years, in litigation, arbitration, or have had any judgments against the Offeror (or a team member). Provide a detailed description.
- Indication of whether the Offeror ever maintained or currently maintain errors and omissions insurance and, if so, the amount of the coverage, deductible, and the carrier of the insurance.

3.9.2 SECTION II - RELEVANT EXPERIENCE/PAST AND PRESENT PERFORMANCE.

3.9.2.1 RELEVANT PROJECT EXPERIENCE. Provide the following information on projects for which the Offeror (or team member) acted as prime developer. Identified projects must demonstrate an ability to perform a project of this magnitude.

- List of the major projects that the Offeror has successfully completed within the past ten (10) years or that are currently in progress. In the case of joint ventures, any principal member's project's over the past ten (10) years.
- For each project listed above please provide the following:
 - The name, address, type, cost (design and construction), and size (in gross square feet) of each project;
 - The name and address of the owner of each project;
 - No more than three (3) photos of each project (each photo not exceeding 8-1/2" by 11" in size) if available;
 - A description of how the project achieved an acceptable level of quality in the project planning, creation, design, and construction;
 - The Offeror's role and services provided for each project;
 - The name, address, telephone, e-mail, and fax numbers of a point of contact at the client or other stakeholder for each project (This individual must be familiar with the project and the role the Offeror played in the project and will be able to respond to the Army inquiries); and
 - Any other pertinent information to sufficiently describe each project.

3.9.2.2 PAST AND PRESENT PERFORMANCE. Provide the name, address, telephone and fax numbers of at least four (4) clients or other stakeholders for whom the Offeror (or each team member) has successfully developed projects within the past ten (10) years.

In addition to clients, offerors are encouraged to provide the above information from other project stakeholders that the Offeror considers important to understanding the success of the Offeror's work. These references should be able to assess the degree of client (or other stakeholder) satisfaction.

The Army intends to contact all the references that the Offeror lists; the Offeror's inclusion of the information requested above will be considered authorization to do so. Some of the factors that contribute to client satisfaction and what the Offeror's references may be asked to discuss formally are as follows:

- Quality of the working relationship with the client (the tenant and/or owner);
- Professionalism and integrity with which the Offeror conducted business;
- Responsiveness to the client's needs and expectations;

- Level of communication;
- Value added to the project as the result of cost savings, favorable financing, positive asset management, etc.;
- Delivery of the project within budget and on schedule;
- Quality control of the project design and construction; and
- Other relevant aspects in the management of a project development for a client.

List all material instances of litigation or formal Alternative Dispute Resolution (ADR) processes (e.g., binding arbitration) during the last ten (10) years and involving a claim in excess of \$50,000 to which each principal member has been a party relating to partnering and/or financial performance. For those matters involving a claim equal to or in excess of \$500,000, provide a detailed description of the litigation or ADR process.

3.9.3 SECTION III – FINANCIAL. (Note: All financial data clearly marked as proprietary will be held in confidence).

- Provide Dunn and Bradstreet numbers for all team members.
- Offerors shall provide audited financial statements (or 10Ks if the entity is publicly owned) for the last three years (parent and holding companies should submit audited financial statements if they intend to commit resources to a developer or joint venture in which they own a controlling interest). The financial statements should be prepared in accordance with generally accepted accounting principles (GAAP) (see note below) and the financial auditor must be a nationally recognized firm in the accounting industry. The submission must include an assertion as to the accuracy made by the auditor. Auditor contact information should also be provided;
- If audited financial statements have not been performed for the Offeror's corporation or partnership, or if the Offeror is an individual, provide a complete and current personal financial statement for the Offeror and all the Offeror's partners/officers.
- Describe financing arrangements that the Offeror has structured for major projects within the past ten (10) years that are similar in scope to the scope of the Camp Navajo project. Include information on previous debt and equity sources and terms and any fees.
- Provide the names, addresses, telephone numbers, and e-mail of at least two commercial or institutional credit references from which the Offeror has previously obtained financing. Attach a letter authorizing each credit reference to respond to inquiries from the Army/AZNG.
- Provide a description and/or documentation demonstrating the Offeror's strategy to obtain financing (i.e. debt and equity) for this project including anticipated costs and why this strategy offers the best value to the government.
- Discuss the Offeror's capability for securing operating capital for the project as well as the Offeror's capability to secure payment and performance bonds (or other types of security) for the envisioned project.

3.9.4 SECTION IV – DEVELOPMENT PLAN. This factor will be used to evaluate and demonstrate that the Offeror has a clear understanding of the anticipated design and construction elements of the project. Specifically, the

Offeror shall submit a detailed narrative describing the Offeror's proposed project concept and vision, including an accurate overall description of the intended project design and construction methodology. Such project concept shall include, but is not limited to, the following items: 1) quality control plan; 2) safety plan; 3) phasing/sequencing including detailed logic diagram with major milestones (i.e. notice to proceed, design completion, obtaining the building permit, subcontractor selection, certificate of occupancy); and 4) project coordination (A&E involvement). The Army/AZNG is seeking a developer that can bring creativity and innovation to the project.

3.9.5 SECTION V – PLAN FOR PROVISION OF INDUSTRIAL FACILITIES AND SERVICES THAT MAY BE REQUIRED BY PROSPECTIVE TENANTS. This factor will be used to evaluate the Offeror's plan for the provision of industrial facilities and services that may be required by prospective tenants. For this solicitation, the Offeror may choose to provide all of these services or partner with other entities to provide these services. If the Offeror will be directly providing intermodal, co-generation, and industrial services, they should provide their approach to program development, service delivery, and quality management of industrial facilities and services. The Offeror should describe previous comparable projects where they have provided similar facilities and services. If the Offeror intends to utilize partners to provide services, the Offeror should describe the relationship between them and the service provider, including previous working arrangements as well as the service provider's anticipated approach to program development, service delivery, and quality management of industrial facilities and services. The Offeror should also describe projects for which the proposed service provider has provided comparable services.

3.9.6 SECTION VI – MARKETING PLAN. A project of this scope will require significant marketing to potential users of industrial facilities and services. Applicants should recognize that the project is solely a commercial venture and not dependent on the provision of services to any Army/AZNG identified users. The Offeror will provide a description of how they intend to solicit users for the facilities. Specifically, the Offeror shall provide an overview of the marketing plan to research and identify the necessary users to make the overall project financially feasible.

3.9.7 SECTION VII – PROPERTY MAINTENANCE/MANAGEMENT. This factor considers the Offeror's capability to understand and address the project's property maintenance/management responsibilities including maintenance, repair, operations, and management experience. Specifically, the Offeror should provide their approach to maintenance/management of the project as well as describe previous comparable projects where they have performed similar functions. In addition, the Developer should include detailed information (i.e. resumes) on personnel that will be involved in the management of the project.

3.9.8 SECTION VIII – CAPABILITY/QUALIFICATIONS.

3.9.8.1 STAFFING PLAN. Please provide the following:

- Describe the Offeror's organizational approach to executing the Offeror's responsibilities, providing the overall project coordination, and responding to the Army during all phases of the project. Include an organizational chart and staffing plan that demonstrates the Offeror's capability of carrying out all functions required for this project. If applicable, present a timetable for hiring any additional staff.
- For each year from 1995 to the present, summarize the Offeror's workload, expressed in terms of the annualized dollar value of the projects being developed and the number of full-time staff engaged in managing project development.
- Discuss the extent to which the Offeror is planning to commit staff and other resources to the project and development of the Business and Leasing Plan.

3.9.8.2 QUALIFICATIONS OF KEY PERSONNEL. Please provide the following:

- Identify the Offeror's key personnel and their respective roles during development of the Plan. Key personnel are the individuals considered critical to the accomplishment of the required services. Indicate the extent to which the proposed key personnel have worked together as a team on projects of this financial magnitude or greater.
- Provide a resume for each of the proposed key personnel. Key personnel are those who are considered critical to the accomplishment of the Plan. Resumes, which are limited to one-page, must include a description of the individual's duties and responsibilities, education, knowledge, skills, expertise, and other qualifications relevant to development of the Plan.
- Attach a statement to the resume for each of the proposed key personnel defining the extent of their availability and corporate commitment. The resume for each person must clearly indicate whether the person is or is not currently the Offeror's employee and, if not so employed, what kind of commitment or offer of employment the Offeror's firm has been made to assure availability of this person during the development of the Plan.

3.9.9 SECTION IX – ACHIEVEMENT OF ARMY/AZNG GOALS, CONCEPTS AND OBJECTIVES. This factor considers the extent to which the Offeror's approach indicates an understanding of the Army/AZNG's goals and a realistic approach to accomplishing them. Specifically, Developer's should describe how this approach and how the goals of the Army will be achieved during the project term.

3.9.10 SECTION X – EXPERIENCE IN COMMUNITY RELATIONS. Explain the Offeror's philosophy and specific approach to managing community relations. With respect to projects that the Offeror lists under "Relevant Project Experience," describe the Offeror's experiences in managing relations with the surrounding community.

3.10 SOURCE SELECTION EVALUATION PROCESS. An evaluation team will

evaluate each application. The team will determine the overall value of the application to the Army/AZNG and the potential for meeting the goals of the leasing arrangement, in accordance with the evaluation factors previously stated. Therefore, the application should contain all information that the Offeror deems is needed by the Army to make a selection. Applications will be evaluated on their own merit, independently and objectively. While the government does not intend to meet with Offerors regarding revisions to their applications prior to any oral presentations, the Army may contact Offerors to clarify certain aspects of their application or to correct clerical errors. The information submitted in the Offeror's written proposal will be reviewed by the evaluation team prior to any oral presentation. This will allow the team members time to become familiar with the offer firm's experience, project approach, financial elements, and to generate questions that may be posed in anticipation of any oral presentation. AZNG reserves the right to form a basis for determining a competitive range before or after any oral presentations.

After the final evaluation of the applications, the Army will select the Offeror whose application offers the **best overall value**. Selection will be based on an integrated assessment of the factors set forth in Section 3.0. Upon selection of an Offeror, the Army and the selected Developer will commence work, as outlined in this Lease Proposal, with the intent to enter into a leasing arrangement.

SECTION 4.0 EVALUATION CRITERIA

4.1 APPLICATION EVALUATION PROCESS.

Each individual evaluation factor will be rated as indicated below. The evaluators will assign one of the following ratings to each factor:

- 1. Exceptional Plus (E+):** The Offeror has addressed substantially all of the elements in this factor in a manner that demonstrates superior added value above a satisfactory response for substantially all of the elements.
- 2. Exceptional (E):** The Offeror has addressed many of the elements of this factor in a manner that demonstrates superior added value above a satisfactory response and has addressed substantially all of the remaining elements in this factor in a manner that demonstrates high added value above a satisfactory response.
- 3. Acceptable Plus (A+):** The Offeror has addressed many of the elements of this factor in a manner that demonstrates some added value above a satisfactory response and has addressed substantially all of the remaining elements in this factor in a manner that demonstrates a satisfactory response.
- 4. Acceptable (A):** The Offeror has addressed substantially all of the elements in this factor in a satisfactory manner.
- 5. Unacceptable (U):** The Offeror has failed to address substantially all of the elements of this factor in a satisfactory manner or has simply failed to address substantially all of the elements in this factor.
- 6. Neutral:** This rating will only be used to evaluate an Offeror in the past performance evaluation factor. The Offeror did not have a sufficient history that could be evaluated in a level of detail that allowed the evaluation team to draw a conclusion about the Offeror's past performance.

4.2 OVERALL PROPOSAL RATING PROCESS.

In addition, the evaluators will assign an overall rating to each proposal as indicated below:

- 1. Exceptional Plus (E+):** The Offeror has addressed substantially all of the elements in all of the factors in a manner that demonstrates superior added value above a satisfactory response.
- 2. Exceptional (E):** The Offeror has addressed many of the factors in a manner that demonstrates superior added value above a satisfactory response and has addressed substantially all of the remaining factors in a manner that demonstrates high added value above a satisfactory response.
- 3. Acceptable Plus (A+):** The Offeror has addressed many of the factors in a manner that demonstrates some added value above a satisfactory response and has addressed substantially all of the remaining factors in a manner that demonstrates a satisfactory response.
- 4. Acceptable (A):** The Offeror has addressed substantially all of the factors in a satisfactory manner.
- 5. Unacceptable (U):** The Offeror has failed to address substantially all of the factors in a satisfactory manner or has simply failed to address substantially all of the factors.

4.3 RISK RATINGS.

The evaluators will justify the evaluation factor rating by drawing upon the strengths, weaknesses, and risks identified for each of the evaluation factors. In addition to the ratings above, a risk rating will be assigned to each of the individual factors. The purpose of this rating is to assess the level of risk associated with each Offeror. The evaluators will assign one of the following ratings to each of the individual factors:

1. **Low Risk:** Any weaknesses identified by the evaluators in the experience, approach, capabilities, and/or past performance record of the developer have little potential to cause disruption to the planning and implementation phases. Normal contractor/government effort and monitoring will probably minimize any difficulties.
2. **Moderate Risk:** These are weaknesses identified by the evaluators in the experience, approach, capabilities, and/or past performance record of the Offeror that can potentially cause disruption to the planning and implementation phases. Special contractor/government emphasis and close monitoring will probably minimize any difficulties.
3. **High Risk:** These are weaknesses identified by the evaluators in the experience, approach, capabilities, and/or past performance record of the developer that have the potential to cause significant disruption to the planning and implementation phases even with special contractor/government emphasis and close monitoring.

The evaluators will document the weaknesses and their potential impact on disruption to the planning and implementation phases of the installation specific projects to justify the contractor selection rating. Oral presentations will be evaluated on the same basis as the written proposals and blended into the final evaluation.

SECTION 5.0 ARRANGEMENTS FOR INSPECTION OF SITE.

Arrangements can be made with AZNG for the inspection of the site described in this NOL. To make such arrangements contact:

NAME: Harry Rising, Camp Navajo Project Officer

PHONE:602-267-2351

EMAIL: harry.rising@az.ngb.army.mil

SECTION 6.0 POINTS OF CONTACT

6.1 INFORMATION AND CLARIFICATIONS.

Questions, clarifications, and general information requests can be directed to the following:

Office	Name	Address	Phone & Fax
Alvarez & Marsal Real Estate Advisory Services (real estate advisory services contractor to Army/AZNG)	Dennis Stout	1875 Eye Street NW Suite 500 Washington, DC 20006 dstout@alvarezandmarsal.com	P (202) 429-2061 F (202) 429-2062

Inquiries on leasing issues and questions of title should be addressed to:

Office	Name	Address	Phone & Fax
U.S. Army Corps of Engineers Baltimore District Attn: Real Estate Division	Rod Chavez	10 South Howard Street Baltimore, MD 21201 Mailing Address: P.O. Box 1715 Baltimore, MD 21203-1715 Roderick.chavez@nab02.usace.army.mil	P (410) 962-4925 F (410) 962-0866

APPENDIX A

CONFLICT OF INTEREST CERTIFICATION

The Offeror hereby certifies that Alvarez & Marsal Real Estate Advisory Service did not assist in the development of this proposal for the Northern Arizona Intermodal Industrial Development EUL project.

Name: _____

Company: _____

Date: _____

Signature: _____

This form should be signed by the person authorized to represent the significant parties comprising the project team and should be included in the Offeror's proposal.